

**IN THE UNITED STATES BANKRUPTCY COURT**  
**FOR THE DISTRICT OF DELAWARE**

In re: RTI HOLDING COMPANY, LLC, Debtor.	Chapter 11 Case No. 20-12456 (JTD) <b>Ref. Docket No. 2</b>
In re: RUBY TUESDAY, INC., Debtor.	Chapter 11 Case No. 20-12457 (JTD)
In re: RUBY TUESDAY, LLC, Debtor.	Chapter 11 Case No. 20-12458 (JTD)
In re: RTBD, LLC, Debtor.	Chapter 11 Case No. 20-12461 (JTD)
In re: RT OF CARROLL COUNTY, LLC, Debtor.	Chapter 11 Case No. 20-12462 (JTD)
In re: RT DENVER FRANCHISE, LP, Debtor.	Chapter 11 Case No. 20-12465 (JTD)
In re: RT DETROIT FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12468 (JTD)
In re: RT DISTRIBUTING, LLC, Debtor.	Chapter 11 Case No. 20-12471 (JTD)

In re: RT FINANCE, LLC,  Debtor.	Chapter 11 Case No. 20-12473 (JTD)
In re: RT FL GIFT CARDS, INC.,  Debtor.	Chapter 11 Case No. 20-12476 (JTD)
In re: RT FLORIDA EQUITY, LLC,  Debtor.	Chapter 11 Case No. 20-12480 (JTD)
In re: RT FRANCHISE ACQUISITION, LLC,  Debtor.	Chapter 11 Case No. 20-12484 (JTD)
In re: RT OF FRUITLAND, INC.,  Debtor.	Chapter 11 Case No. 20-12487 (JTD)
In re: RT INDIANAPOLIS FRANCHISE, LLC,  Debtor.	Chapter 11 Case No. 20-12492 (JTD)
In re: RT JONESBORO CLUB,  Debtor.	Chapter 11 Case No. 20-12495 (JTD)
In re: RT KCMO FRANCHISE, LLC,  Debtor.	Chapter 11 Case No. 20-12500 (JTD)
In re: RT KENTUCKY RESTAURANT HOLDINGS, LLC,  Debtor.	Chapter 11 Case No. 20-12503 (JTD)

In re: RT LAS VEGAS FRANCHISE, LLC,  Debtor.	Chapter 11 Case No. 20-12460 (JTD)
In re: RT LONG ISLAND FRANCHISE, LLC,  Debtor.	Chapter 11 Case No. 20-12464 (JTD)
In re: RT OF MARYLAND, LLC,  Debtor.	Chapter 11 Case No. 20-12489 (JTD)
In re: RT MICHIANA FRANCHISE, LLC,  Debtor.	Chapter 11 Case No. 20-12466 (JTD)
In re: RT MICHIGAN FRANCHISE, LLC,  Debtor.	Chapter 11 Case No. 20-12470 (JTD)
In re: RT MINNEAPOLIS FRANCHISE, LLC,  Debtor.	Chapter 11 Case No. 20-12474 (JTD)
In re: RT MINNEAPOLIS HOLDINGS, LLC,  Debtor.	Chapter 11 Case No. 20-12477 (JTD)
In re: RT NEW ENGLAND FRANCHISE, LLC,  Debtor.	Chapter 11 Case No. 20-12479 (JTD)
In re: RT NEW HAMPSHIRE RESTAURANT HOLDINGS, LLC,  Debtor.	Chapter 11 Case No. 20-12482 (JTD)

In re: RT NEW YORK FRANCHISE, LLC,  Debtor.	Chapter 11 Case No. 20-12485 (JTD)
In re: RT OMAHA FRANCHISE, LLC,  Debtor.	Chapter 11 Case No. 20-12490 (JTD)
In re: RT OMAHA HOLDINGS, LLC,  Debtor.	Chapter 11 Case No. 20-12493 (JTD)
In re: RT ONE PERCENT HOLDINGS, LLC,  Debtor.	Chapter 11 Case No. 20-12498 (JTD)
In re: RT ONE PERCENT HOLDINGS II, LLC,  Debtor.	Chapter 11 Case No. 20-12496 (JTD)
In re: RT ORLANDO FRANCHISE, LP,  Debtor.	Chapter 11 Case No. 20-12502 (JTD)
In re: RT RESTAURANT SERVICES, LLC,  Debtor.	Chapter 11 Case No. 20-12505 (JTD)
In re: RT SOUTH FLORIDA FRANCHISE, LP,  Debtor.	Chapter 11 Case No. 20-12506 (JTD)
In re: RT SOUTHWEST FRANCHISE, LLC,  Debtor.	Chapter 11 Case No. 20-12459 (JTD)

In re: RT ST. LOUIS FRANCHISE, LLC,  Debtor.	Chapter 11 Case No. 20-12463 (JTD)
In re: RT TAMPA FRANCHISE, LP,  Debtor.	Chapter 11 Case No. 20-12467 (JTD)
In re: RE WESTERN MISSOURI FRANCHISE, LLC,  Debtor.	Chapter 11 Case No. 20-12472 (JTD)
In re: RT WEST PALM BEACH FRANCHISE, LP,  Debtor.	Chapter 11 Case No. 20-12469 (JTD)
In re: RTTA, LP,  Debtor.	Chapter 11 Case No. 20-12478 (JTD)
In re: RTT TEXAS, INC.,  Debtor.	Chapter 11 Case No. 20-12475 (JTD)
In re: RTTT, LLC,  Debtor.	Chapter 11 Case No. 20-12481 (JTD)
In re: RUBY TUESDAY OF ALLEGANY COUNTY, INC.,  Debtor.	Chapter 11 Case No. 20-12483 (JTD)
In re: RUBY TUESDAY OF BRYANT, INC.,  Debtor.	Chapter 11 Case No. 20-12486 (JTD)

In re: RUBY TUESDAY OF COLUMBIA, INC.,  Debtor.	Chapter 11 Case No. 20-12488 (JTD)
In re: RUBY TUESDAY OF FREDERICK, INC.,  Debtor.	Chapter 11 Case No. 20-12491 (JTD)
In re: RUBY TUESDAY OF LINTHICUM, INC.,  Debtor.	Chapter 11 Case No. 20-12494 (JTD)
In re: RUBY TUESDAY OF MARLEY STATION, INC.,  Debtor.	Chapter 11 Case No. 20-12497 (JTD)
In re: RUBY TUESDAY OF POCOMOKE CITY, INC.,  Debtor.	Chapter 11 Case No. 20-12499 (JTD)
In re: RUBY TUESDAY OF RUSSELLVILLE, INC.,  Debtor.	Chapter 11 Case No. 20-12501 (JTD)
In re: RUBY TUESDAY OF SALISBURY, INC.,  Debtor.	Chapter 11 Case No. 20-12504 (JTD)

### **ORDER DIRECTING JOINT ADMINISTRATION OF CHAPTER 11 CASES**

Upon the Debtors' motion (the "Motion")<sup>1</sup> for entry of an order (this "Order") directing the Debtors' chapter 11 cases to be jointly administered for procedural purposes only and granting related relief, all as more fully set forth in the Motion; and due and sufficient notice of

<sup>1</sup> Capitalized terms used but not defined in this Order have the meanings used in the Motion.

the Motion having been provided under the particular circumstances, and it appearing that no other or further notice need be provided; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding under 28 U.S.C. § 157(b)(2); and this Court's entry of a final order being consistent with Article III of the United States Constitution; and venue being proper before this Court under 28 U.S.C. §§ 1408 and 1409; and a hearing having been held to consider the relief requested in the Motion (the "Hearing"); and upon the First Day Declaration and the record of the Hearing and all the proceedings had before the Court; and the Court having found and determined the relief requested in the Motion to be in the best interests of the Debtors, their estates and creditors, and any parties in interest; and the legal and factual bases set forth in the Motion and at the Hearing having established just cause for the relief granted herein; and after due deliberation thereon and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Motion is **GRANTED** as set forth herein.
2. Each of the above-captioned chapter 11 cases of the Debtors are consolidated for procedural purposes only and shall be jointly administered by the Court under Case No. 20-12456.
3. Nothing contained in the Motion or this Order is to be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases, and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.

4. The caption of the jointly administered cases shall read as follows:

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	Chapter 11
RTI Holding Company, LLC, <i>et al.</i> , <sup>1</sup>	Case No. 20-12456 (JTD)
Debtors.	Jointly Administered

1 The Debtors in these chapter 11 cases and the last four digits of each Debtor's U.S. tax identification number are as follows: RTI Holding Company, LLC (4966); Ruby Tuesday, Inc. (5239); Ruby Tuesday, LLC (1391); RTBD, LLC (6505); RT of Carroll County, LLC (8836); RT Denver Franchise, L.P. (2621); RT Detroit Franchise, LLC (8738); RT Distributing, LLC (6096); RT Finance, LLC (7242); RT FL Gift Cards, Inc. (2189); RT Florida Equity, LLC (7159); RT Franchise Acquisition, LLC (1438); RT of Fruitland, Inc. (1103); RT Indianapolis Franchise, LLC (6016); RT Jonesboro Club (2726); RT KCMO Franchise, LLC (7020); RT Kentucky Restaurant Holdings, LLC (7435); RT Las Vegas Franchise, LLC (4969); RT Long Island Franchise, LLC (4072); RT of Maryland, LLC (7395); RT Michiana Franchise, LLC (8739); RT Michigan Franchise, LLC (8760); RT Minneapolis Franchise, LLC (2746); RT Minneapolis Holdings, LLC (7189); RT New England Franchise, LLC (4970); RT New Hampshire Restaurant Holdings, LLC (7438); RT New York Franchise, LLC (1154); RT Omaha Franchise, LLC (7442); RT Omaha Holdings, LLC (8647); RT One Percent Holdings, LLC (6689); RT One Percent Holdings II, LLC (2817); RT Orlando Franchise, LP (5105); RT Restaurant Services, LLC (7283); RT South Florida Franchise, LP (3535); RT Southwest Franchise, LLC (9715); RT St. Louis Franchise, LLC (6010); RT Tampa Franchise, LP (5290); RT Western Missouri Franchise, LLC (6082); RT West Palm Beach Franchise, LP (0359); RTTA, LP (0035); RTT Texas, Inc. (2461); RTTT, LLC (9194); Ruby Tuesday of Allegany County, Inc. (8011); Ruby Tuesday of Bryant, Inc. (6703); Ruby Tuesday of Columbia, Inc. (4091); Ruby Tuesday of Frederick, Inc. (4249); Ruby Tuesday of Linthicum, Inc. (8716); Ruby Tuesday of Marley Station, Inc. (1641); Ruby Tuesday of Pocomoke City, Inc. (0472); Ruby Tuesday of Russellville, Inc. (1601); and Ruby Tuesday of Salisbury, Inc. (5432). The Debtors' mailing address is 333 East Broadway Ave., Maryville, TN 37804.

5. All pleadings and notices shall be captioned as indicated in the preceding decretal paragraph including a listing the Debtors in these chapter 11 cases and the last four numbers of their tax identification numbers along with the address of the Debtors' corporate headquarters only and all original docket entries shall be made in the case of RTI Holding Company, LLC, Case No. 20-12456.

6. A docket entry shall be made in each of the Debtors' cases (except that of RTI Holding Company, LLC) substantially similar to the following:

An order has been entered in this case consolidating this case with the case of RTI Holding Company, LLC (Case No. 20-12456) for procedural purposes only and providing for its joint administration



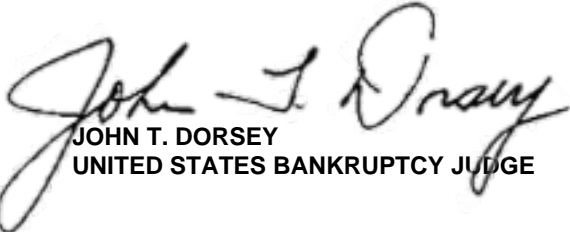
in accordance with the terms thereof. The docket in Case No. 20-12456 should be consulted for all matters affecting this case.

7. The terms and conditions of this Order are immediately effective and enforceable upon its entry.

8. The Debtors are authorized and empowered to take all actions necessary or appropriate to implement the relief granted in this Order.

9. This Court retains jurisdiction over all matters arising from or related to the implementation or interpretation of this Order.

**Dated: October 8th, 2020  
Wilmington, Delaware**

  
**JOHN T. DORSEY  
UNITED STATES BANKRUPTCY JUDGE**